

REBUILD NORTH BAY FOUNDATION

1215 K Street, Suite 1150
Sacramento, CA 95814
EIN: 82-3266893

SUPPLEMENTAL RESPONSES TO FORM 1023

Part I: Identification of Applicant.

Question 7: Authorized Representative. The name, firm, and address of the authorized representative of the Foundation is:

Robert A. Wexler
Adler & Colvin
235 Montgomery Street, Suite 1220
San Francisco, California 94104

We attach a completed Form 2848.

Part II: Organizational Structure.

Question 1: Corporation. We attach a certified copy of the Articles of Incorporation of the Foundation, filed with the Secretary of State of California on October 30, 2017. There have been no amendments to the Articles of Incorporation to date.

Question 5: Bylaws. We attach a copy of the Bylaws of the Foundation. There have been no amendments to the Bylaws to date.

Part IV: Narrative Description of Past, Present, and Planned Activities.

Background and Purposes

In October 2017, the North Bay counties of California were struck by clusters of the worst wildland-urban fires in California's history. Dozens of fires erupted during severe fire weather conditions, and four became major fires that raged for more than two weeks across six Northern California counties, killing 43 people, hospitalizing at least 185, and forcing the evacuations of 100,000 people from their homes. The fires burned over 245,000 acres, destroyed at least 8,900 buildings, and destroyed and damaged wineries and vineyards throughout the region.

In response to these disastrous fires, Rebuild North Bay Foundation (the "Foundation") has been founded to provide disaster relief as quickly as possible to those residents of the North Bay who were hardest hit: families and individuals with low incomes who have been displaced from their homes and/or lost their jobs due to the wildfires. In the longer term, the Foundation seeks to develop funds and programs to meet the long-term needs of the community and to rebuild public parks and facilities that were destroyed and damaged. To that

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end, the Foundation -- organized and operated under Section 501(c)(3) of the Internal Revenue Code (the “Code”) -- will serve as the charitable affiliate of Rebuild North Bay, a social welfare organization organized and operated under Section 501(c)(4) of the Code, that shares the Foundation’s public interest goals.

The first project of the Foundation will be to provide immediate disaster relief to individuals suffering from the fires.

The second project of the Foundation in the next several months will be to work with the City of Santa Rosa and the County of Sonoma to help those who lost their homes and businesses in the fire rebuild their homes and businesses in a manner that will be more “fire-safe” for the future, for example, by assisting with the construction of fire-retardant roofs.

In the long term, most of the Foundation’s activities will consist of making grants for the purposes of rebuilding the community. These grants will be subject to contractual restrictions that the grant funds may be used solely for charitable purposes.

Part V: Compensation and Other Financial Arrangements with Key Personnel.

*Answer written
October 2018*
Question 3a: Qualifications and Duties. Below is a list of all persons whose names appear in line 1a, showing their qualifications, average hours worked, and duties.

i. Darius Anderson, President and Director.

Mr. Anderson is the Founder and CEO of Platinum Advisors, LLC a full-service, top-rated California government affairs firm. Widely recognized as one of California’s most effective political strategists and fundraisers, Darius continues his long streak of advising California’s highest-ranking political and business leaders. He served as Chief of Staff for The Yucaipa Companies and as Vice President of External Affairs for Ralphs Grocery Stores, Inc., a Fortune 500 company. Through Californians Building Bridges, Darius founded Project Havana, a humanitarian project dedicated to making a difference in the lives of the Cuban people through providing grants and donations of supplies to charitable organizations.

Philanthropy is important to Mr. Anderson, and he is involved in a variety of charitable activities. He previously served as the Chair of the National Advisory Council for the UC Berkeley Institute of Governmental Studies and is currently a member of the Board of Directors of the George Washington University Graduate School of Public Management’s Council on American Politics, Californians Building Bridges, Sonoma State University Green Music Center and Co-Chair of the Friends of the UCSF Center for Reproductive Health Advisory Board.

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Mr. Anderson is also the Founder and CEO of Kenwood Investments, a California Opportunity Fund seeking new ventures to build upon the unique brand of California, and Managing Member of Sonoma Media Investments that publishes the Santa Rosa Press Democrat and the Sonoma Index-Tribune.

He is a passionate art collector and owns world-class collections of both baseball and Jack London memorabilia. Mr. Anderson holds a Bachelor's degree in Communications from George Washington University in Washington, D.C. and currently lives in Sonoma.

As President, Mr. Anderson presides at all meetings of the Board of Directors and, subject to control of the Board, generally supervises, directs, and controls the business and other officers of the corporation. Mr. Anderson has such other powers and duties as may be prescribed by the Board or the Bylaws. He serves as many hours as are necessary to complete his responsibilities as President.

For duties and hours of directors, see paragraph v. below.

ii. Marisol G. Lopez, Secretary and Treasurer.

Ms. Lopez is the Chief of Staff at Platinum Advisors, LLC. Her expertise ranges from strategic consulting to assist businesses to expand and thrive, to building grassroots coalitions between local governments and key constituency groups. In the corporate sector, she provided strategic guidance on business development to Sanrio Company, Ltd., a Tokyo-based company with distribution channels throughout Japan, Southeast Asia, the Americas and Europe. Ms. Lopez led a successful grassroots coalition that provided significant strategic support to Congressman Ronald V. Dellums' mayoral campaign, and then joined the Dellums Administration, first as Special Assistant to the Mayor, and later Chief of Staff. Fluent in Spanish, Ms. Lopez graduated from UC-Berkeley, with a bachelor's degree in American Studies: Urban Economic Development and Public Policy.

As Secretary, Ms. Lopez supervises the keeping of a full and complete record of the proceedings of the Board and its committees, the giving of such notices as may be proper or necessary, and the keeping of the minute books of the corporation, among other duties as are usually vested in the office of Secretary. She has such other powers and duties as may be prescribed by the Board or the Bylaws. Ms. Lopez serves as many hours as necessary to complete her responsibilities as Secretary.

As Treasurer, Ms. Lopez supervises the charge and custody of all funds of the corporation, the deposit of such funds in the manner prescribed by the Board of Directors, and the keeping and maintaining of adequate and correct accounts of the corporation's properties and business transactions. She renders reports and accountings as required, and has such other

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powers and duties as may be prescribed by the Board or the Bylaws. Ms. Lopez serves as many hours as necessary to complete her responsibilities as Treasurer.

iii. Elizabeth Gore, Director.

Elizabeth Gore is the Entrepreneur-in-Residence at Dell, where she drives initiatives that support Dell's goals around helping small and medium businesses scale and prosper, fueling the expansion of global entrepreneurship, thereby creating jobs that will drive the world economy. Ms. Gore is also personally advising the growth of companies such as the women's accelerator Circular Board; ride share commuting company Scoop; online and mobile fundraising platform Classy; and innovative water company SOMA.

Ms. Gore is the Emeritus Chair of the United Nations Foundation's Global Entrepreneurs Council, which builds global partnerships that positively affect the UN's most pressing humanitarian issues. Through a Dell partnership, Elizabeth Gore works with the UN and the UN Foundation to support innovation and entrepreneurial thinking. Ms. Gore previously served as the first ever Entrepreneur-in-Residence for the UN Foundation, as well as Vice President of Global Partnerships, and also founded strategic grassroots efforts such as Nothing But Nets, Girl Up, and Shot@Life.

Before joining the UN Foundation, Ms. Gore served as the director of development and corporate relations for the Points of Light Foundation. Her consulting experience includes the launch of The Great American Bake Sale, an anti-hunger initiative for Share Our Strength, ABC television and Parade magazine.

A former United States Peace Corps volunteer, Ms. Gore served in Bolivia, South America, where she wrote, received and managed a USAID grant to better the food availability and economic situation for the Chaco.

Ms. Gore was named by People as one of the top 100 Extraordinary Women, is one of Fast Company's Most Creative People in Business, and Entrepreneur Magazine's Women to Watch. She has been featured across multiple media outlets including ABC, CBS, CNN, MSNBC, FOX Business, Fortune, Glamour and Time. She is a World Champion Equestrian, a sprint triathlete, runner, and climbed Mt. Kilimanjaro with Summit to Summit to raise awareness for the global clean water crisis on behalf of the United Nations.

Ms. Gore currently serves on the leadership council of the Indiana University's Lilly Family School of Philanthropy, but is originally from Texas, where she holds a bachelor of science in Animal Science and a master in Education Administration from Texas A&M University. Ms. Gore resides in Sonoma County, California, with her husband James Gore, a California elected official, and her two hilarious children.

For duties and hours of directors, see paragraph v. below.

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iv. Judy Sakaki, Director.

Dr. Judy K. Sakaki is the president of Sonoma State University. She has devoted her entire career to issues of inclusion, educational opportunities and achievement for all students. As president she is responsible for envisioning, planning, managing, and delivering programs and services to ensure student and alumni success.

Prior to Sonoma State, Dr. Sakaki served as Vice President, Student Affairs for the University of California system. She has taught university classes; managed departments/divisions ranging from 45 to 1,000 employees; and has testified before Senate and Assembly Committees regarding financial aid, academic preparation programs, and gender equity in athletics and mental health.

In 2009, Dr. Sakaki co-chaired a task force to award honorary degrees to approximately 700 Japanese American University of California students who were unable to complete their degree due to their internment during World War II. This marked the first time UC campuses awarded honorary degrees in nearly 40 years.

Dr. Sakaki is a former American Council on Education Fellow, an Executive Fellow of the California State University, and a senior Fellow of the American Leadership Forum. She has attended Harvard Management Institutes and was a member of the 2010 Japanese American Leadership Delegation to Japan.

Dr. Sakaki earned an M.A. in Educational Psychology and B.A. in Human Development from California State University, East Bay and a Ph.D. in Education from UC Berkeley.

For duties and hours of directors, see paragraph v. below.

v. Duties and Hours of Directors.

Directors serve on the Board of Directors, which generally is expected to meet a minimum of once per year for as long as needed to cover all agenda items. Additional meetings will be held as needed. Under California corporate law governing nonprofit public benefit corporations like the Foundation, the Board is responsible for overall direction and management of the Foundation's activities and affairs, although the Board is permitted to delegate with supervision. Each director shall perform the duties of a director in good faith, in a manner the director believes to be in the best interests of the Foundation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

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Question 3b. Compensation from Related Organizations.

As described in Question 3a above, Marisol G. Lopez, Secretary and Treasurer of the Foundation, is an employee of Platinum Advisors, LLC. Darius Anderson, President and director of the Foundation, is the founding Principal of Platinum Advisors, LLC.

Question 4: Compensation. The Foundation intends to hire and pay compensation to an Executive Director. The Foundation is currently looking for that person. In the event that it pays an independent contractor more than \$50,000 per year, it will follow the practices set forth in Question 4b-f.

Question 5a: Conflict of Interest Policy. We attach a copy of the Foundation's Conflict of Interest Policy, adopted by Action of Sole Incorporator on November 6, 2017.

Part VI: Benefits to Individuals and Organizations.

Question 1a: Goods, Services, or Funds Provided to Individuals. As described in **Part IV**, above, the Foundation will begin developing disaster relief and community rebuilding programs in the North Bay in coordination with other charitable organizations. The Foundation may provide volunteer services and/or offer one-time financial grants and donations of supplies and materials to individuals in need in the North Bay to assist with their rebuilding efforts. The Foundation's directors, officers, employees (if any), and individuals related by blood or marriage to them are not eligible to receive goods, services, or funds from the Foundation.

Question 1b: Goods, Services, or Funds Provided to Organizations. As described in **Part IV**, above, in addition to the volunteer services provided to individuals described in Question 1a, above, the Foundation may make additional donations of supplies, materials, and funds to other charitable organizations that lack their own resources or do not qualify for assistance through existing agencies or local organizations. Organizations that are controlled, directly or indirectly, by the Foundation's directors, officers, employees (if any), or individuals related by blood or marriage to them, will not be eligible to receive any direct goods, services, or funds from the Foundation.

Part VIII: Specific Activities.

Question 2a: Influencing Legislation. Although the Foundation has no immediate plans to do so, it may in the future engage in legislative lobbying, as permitted by law, in order to further its exempt purposes. If the Foundation engages in legislative lobbying, the Foundation will spend no more than the ceiling amounts permitted under Code Section 501(h) and regulations thereunder on direct lobbying and grassroots lobbying.

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Question 4a: Fundraising Programs. The Foundation is currently in the initial stages of developing a fundraising plan. The Foundation anticipates being supported by a broad variety of individual donors and governmental and institutional grantors in the United States that support the Foundation's charitable mission. Initially, the directors of the Foundation intend to make use of their extensive personal networks to solicit charitable contributions face-to-face, or by individualized mail, email, or telephone. As the Foundation grows, the fundraising tasks will likely be taken over by staff.

Question 4b: Fundraising Contracts. The Foundation has no immediate plans to retain any outside organization or individual to raise funds for it. However, the Foundation may, at some point in the future, engage the services of one or more professional fundraisers to assist with solicitations. If it does so, the Foundation will comply with all applicable provisions of California's Nonprofit Integrity Act (the "NIA"). The NIA requires that charitable organizations enter into written contracts with commercial fundraisers or fundraising counsel for each solicitation campaign, event, or service, and specifies several provisions required to be included in such contracts. The NIA also requires all commercial fundraisers and fundraising counsel to register with the state prior to starting any solicitation. We have not attached any fundraising contracts because there are no such agreements in existence at this time.

Question 10: Intellectual Property. Although the Foundation does not plan a publishing program, it may from time to time publish brochures, reports, white papers, or other educational materials concerning the Foundation and its activities. The distribution of these materials will help the Foundation accomplish its exempt purposes by helping to educate the public about the need for immediate and extended disaster relief in the North Bay, and on the progress of the area's recovery and continued needs. Should the Foundation distribute materials connected with its charitable activities, it will do so in a noncommercial manner in compliance with Revenue Ruling 67-4, 1967-1 Cum. Bull. 121. Unless otherwise required by grant terms, the Foundation intends to retain the copyright on all of its published materials, which will not contain commercial advertising. The Foundation expects that any publication it may produce will be distributed without charge, or that, in rare instances, certain publications may be offered for purchase at up to fair market value.

Question 11: Non-cash Contributions Accepted. The Foundation has no current plans to solicit or accept contributions of closely-held securities, real property, intellectual property, licenses, royalties, vehicles, or collectibles. If offered such assets, however, the Board of Directors would evaluate the possible use to the organization's mission of any proffered in-kind gift, the risks and difficulties associated with holding or liquidating it, and any donor restrictions associated with the gift, on a case-by-case basis before deciding to accept any such gift. The Foundation would expect to liquidate all in-kind gifts promptly, unless they are useful in its operations or unless liquidation is prohibited by the donor. Should the Foundation decide to accept any such gift, the Foundation will ensure that the gift is properly documented, including any donor-imposed conditions or restrictions. The Foundation will not accept any in-kind gift subject to donor-imposed conditions or restrictions unless the Board of Directors

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determines that such conditions or restrictions are consistent with the Foundation's charitable purposes and programs.

Question 13: Grants/Loans/Distributions to Organizations.

Question 13b: How Grants/Loans/Distributions Further Exempt Purposes.

While the Foundation has no immediate plans to develop a grantmaking program, the Foundation may in the future make grants to qualified organizations in order to advance the Foundation's exempt purpose of providing disaster relief and assisting with the long-term rebuilding of community facilities and programs in the North Bay. The Foundation will make distributions only to the following organizational recipients:

- (1) organizations exempt from federal income tax under Code Section 501(c)(3) and
- (2) other organizations exclusively for charitable, scientific, or educational purposes, with the Foundation retaining discretion and control (within the meaning of Revenue Ruling 68-489).

Question 13c: Contracts. The Foundation has not yet made any grants and, thus, has no contracts or grant agreements to attach here. All grants to non-charitable organizations, and any grants to non-U.S. organizations, will be governed by written agreements with grantees. The Foundation also expects to use written grant agreements for grants to U.S. public charities in support of specific projects.

Question 13d: Recipient Organizations and Relationships. The Foundation has not yet made any grants and thus cannot identify specific grantees in response to this question. The Foundation will not, in any case, make grants to organizations that are controlled by any officers or directors of the Foundation or other related parties.

Question 13e: Recordkeeping. The Foundation plans to keep a file on each grant that it makes. In that file it will maintain notes and records related to its pre-grant inquiries (if any are appropriate under the circumstances), a copy of the signed grant agreement between the Foundation and its grantee (if any), a record of what funds under the grant agreement have been disbursed, copies of relevant reports on the use of the grant funds, and any other documents related to that grant.

Question 13f: Description of Selection Process. Grantees will be selected by the Foundation's Board of Directors (or a person or persons to whom the Board has delegated selection authority), based on information obtained and provided by the Foundation's staff.

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Question 13f(i): Grant Application Form. Initially, the Foundation expects to invite potential grantees to submit grant proposals. While the Foundation does not have a grant application form at this time, it may develop an application form in the future.

Question 13f(ii): Grant Proposals and Agreements. Where appropriate, the Foundation will require potential grantees to submit a detailed description of how they would use funds provided by the Foundation. If the Foundation chooses to provide funding to an organization that is not a charity as defined under Sections 501(c)(3) and 509(a), the Foundation will first enter into a grant agreement with the organization before granting funds. The grant agreement will set forth the grantor's and grantee's responsibilities. It will require the grantee to use funds only for grant purposes, provide periodic written reports on the use of grant funds, provide ongoing written reports and accounting, and acknowledge the grantor's authority to withhold or recover funds if abuse occurs.

Question 13g: Oversight Procedures. The level of scrutiny will vary with the nature of the entity and the circumstances of the grant, as noted in the discussion of contracts in ***Question 13c.*** A grant to a U.S. organization with a proven record of effectiveness will require less oversight than a grant to a foreign organization that operates in a conflict zone, or in an area where corruption is endemic. As noted above in the Supplemental Response to ***Question 13f,*** the Foundation will require periodic reports and will review them to determine whether further inquiry is warranted.

Question 15: Close Connection With Another Organization. The Foundation has a close connection with Rebuild North Bay, a California nonprofit corporation exempt from federal income taxation under Section 501(c)(4). Darius Anderson is a director and the president of the Foundation and of Rebuild North Bay. Marisol G. Lopez is the secretary and treasurer of the Foundation and of Rebuild North Bay.